

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

Eric R. Bahe, Custodian, CGM Roth
Conversion IRA,

Plaintiff,

-against-

Franklin/Templeton Distributors, Inc.,
Frank T. Crohn, Burton J. Greenwald,
Charles Rubens II, Leonard Rubin And
William J. Lippman,

Defendants,

-and-

Franklin Balance Sheet Investment Fund,

Nominal Defendant.

Civil Action No.
04-11195 (MLW)

Affidavit of David Goss

State of California)
) ss.:
County of San Mateo)

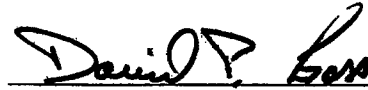
David Goss, being duly sworn, deposes and says:

I am Senior Associate General Counsel of Franklin Resources, Inc., the parent company of Defendant Franklin Templeton Distributors, Inc.

I submit this Affidavit to provide certain information requested by the Court in connection with the Stipulation of Dismissal of this action.

Our records indicate that Franklin Balance Sheet Investment Fund, the fund involved in this action, has 86,460 registered beneficial owners, and that there are 32,400 registered financial advisors who represent beneficial owners.

My staff has calculated the cost of printing a letter, printing envelopes and mailing envelopes to these registered and beneficial account owners and financial advisors, and the cost is \$56,205.45. Attached as Exhibit A is a chart with the breakdown of these costs.

A handwritten signature in black ink, appearing to read "David P. Goss", written over a horizontal line.

David Goss

CALIFORNIA JURAT WITH AFFIANT STATEMENT

State of California

County of SAN MATEO } ss.

- ☒ See Attached Document (Notary to cross out lines 1-6 below)
☐ See Statement Below (Lines 1-5 to be completed only by document signer[s], *not* Notary)

1 _____
 2 _____
 3 _____
 4 _____
 5 _____
 6 _____

Signature of Document Signer No. 1

Signature of Document Signer No. 2 (if any)

Subscribed and sworn to (or affirmed) before me on this

12th day of July, 2006, by

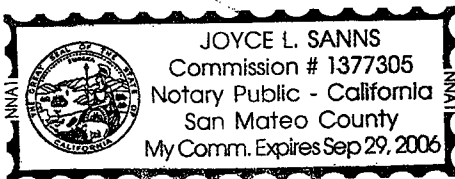
(1) DAVID GOSS
 Name of Signer

- ☒ Personally known to me
☐ Proved to me on the basis of satisfactory evidence to be the person who appeared before me (.) (.)
 (and

(2) _____
 Name of Signer

- ☐ Personally known to me
☐ Proved to me on the basis of satisfactory evidence to be the person who appeared before me.)

Joyce L Sanns
 Signature of Notary Public



Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Further Description of Any Attached Document

Title or Type of Document: Affidavit of David Goss
 Document Date: 7/12/06 Number of Pages: 3
 Signer(s) Other Than Named Above: _____

RIGHT THUMBPRINT OF SIGNER #1
 Top of thumb here

RIGHT THUMBPRINT OF SIGNER #2
 Top of thumb here

Certificate of Service

I hereby certify that this document, filed through the ECF system, will be sent electronically to the registered participants as identified on the Notice of Electronic Filing ("NEF") and paper copies will be sent to those indicated as non-registered participants on the 14th day of July, 2006.

/s/ Edward F. Haber

Edward F. Haber